

REF:NS:SEC:
19th August, 2022

National Stock Exchange of India Limited
"Exchange Plaza", 5th Floor,
Plot No.C/1, G Block
Bandra-Kurla Complex
Bandra (East), Mumbai 400051.

BSE Limited
Phiroze Jeejeebhoy Towers,
Dalal Street, Fort,
Mumbai 400001.

Bourse de Luxembourg
Societe de la Bourse de Luxembourg
Societe Anonyme/R.C.B. 6222,
B.P. 165, L-2011 Luxembourg.

London Stock Exchange Plc
10 Paternoster Square
London EC4M 7LS.

Sub: Proceedings of the Meeting of the Equity Shareholders of the Company held on 19th August, 2022 convened as per the directions of Hon'ble National Company Law Tribunal, Mumbai Bench ('NCLT') by its Order dated 10th June, 2022

A Meeting of the Equity Shareholders of Mahindra & Mahindra Limited ("the Company") was held on Friday, 19th August, 2022 at 3 p.m. through Video Conferencing or other Audio-Visual Means ('VC / OAVM') ("the Meeting") as per the directions of the National Company Law Tribunal, Mumbai Bench by its Order dated 10th June, 2022.

The Scheme of Merger by Absorption of Mahindra Electric Mobility Limited with Mahindra and Mahindra Limited and their respective shareholders as contained in the Notice of the said Meeting dated 15th July, 2022 was approved by the Equity Shareholders of the Company with requisite majority i.e., majority in number representing three-fourth in value.

In this regard, please find enclosed the summary of proceedings of the Meeting as Annexure 1.

Kindly take the same on record.

Yours faithfully,
For MAHINDRA & MAHINDRA LIMITED



NARAYAN SHANKAR
COMPANY SECRETARY
Encl.: a/a



Annexure 1

Summary of Proceedings of the NCLT convened Meeting of the Equity Shareholders of the Company

- Mr. Anand G. Mahindra, appointed as the Chairman by the NCLT pursuant to its Order dated 10th June, 2022 to conduct the proceedings of the Meeting held on 19th August, 2022, chaired the Meeting.
- The Chairman stated that the Meeting was held through Video-Conferencing /other Audio Visual means ("VC/OVAM") in compliance with the directions of the Order of NCLT in the matter of Scheme of Merger by Absorption of Mahindra Electric Mobility Limited with Mahindra and Mahindra Limited and their respective shareholders ("Scheme").
- He welcomed the Equity Shareholders and the requisite quorum of Equity Shareholders being present, called the Meeting to order.
- With the consent of the Equity Shareholders present, the Notice convening the Meeting was taken as read.
- The Equity Shareholders were informed that in accordance with the provisions of the Companies Act, 2013 read with the rules made thereunder, and the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and circulars thereunder, the Company had provided remote e-voting facility to equity shareholders for casting of the votes through electronic means through KFin Technologies Limited (earlier known as KFin Technologies Private Limited) ("KFin" or "KFintech"). The remote e-voting commenced from Monday, 15th August, 2022 at 9:00 a.m. and ended on Thursday, 18th August, 2022 at 5:00 p.m. The facility for e-voting was also made available during the Meeting, for those Equity Shareholders who had not cast their vote through remote e-voting.
- Further, Equity Shareholders were informed that Mr. Sachin Bhagwat, Practising Company Secretary was appointed as the Scrutinizer by the NCLT to scrutinize the process of remote e-voting and e-voting during the Meeting and that the consolidated results of remote e-voting and e-voting will be disseminated to the stock exchanges, where the equity shares of the Company are listed, and will also be uploaded on the website of the Company and K-Fin.
- The Chairman then apprised the Equity Shareholders about the Scheme and its rationale.
- Thereafter, the Scheme was placed before the Equity Shareholders for their consideration and approval.
- The Chairman then invited the Equity Shareholders who had registered themselves as speakers to express their views, ask questions and seek clarifications on the Scheme. After the Members spoke, the Chairman responded to the queries raised by them.
- The Chairman thanked the Equity Shareholders and declared the proceedings as closed. The Meeting concluded at 4.17 p.m. after the Equity Shareholders present at the Meeting cast their votes. Thereafter, the Meeting stood closed.
- The Scrutinizer's report was received after the conclusion of the Meeting on 19th August, 2022 and as set out therein, the said Resolution on the Scheme was passed with requisite majority i.e., majority in number representing three-fourth in value.

Note: This document does not constitute the Minutes of the Proceedings of the Meeting of the Company.

